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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

HAPAG-LLOYD AKTIENGESELLSCHAFT,

Plaintiff,

-against-

U.S. OIL TRADING LLC, O.W. BUNKER
GERMANY GMBH, O.W. BUNKER & TRADING
A/S, O.W. BUNKER USA, INC., ING BANK N.V.,
CRÉDIT AGRICOLE CIB.

Defendants.

14 Civ. 9949 (VEC)

U.S. OIL TRADING LLC,

Plaintiff,

-against-

M/V VIENNA EXPRESS, her tackle, boilers,
apparel, furniture, engines, appurtenances, etc.,
in rem; M/V SOFIA EXPRESS, her tackle,
boilers, apparel, furniture, engines, appurtenances, etc.,
in rem,

Defendants.

15-cv-6718 (VEC)

**STIPULATION AND NOTICE OF DISMISSAL OF
OW BUNKER & TRADING A/S**

Hapag-Lloyd Aktiengesellschaft (“Hapag”), the plaintiff in Civil Action 14-cv-9949 and the claimant to the in rem defendants and third-party plaintiff in Civil Action 15-cv-6718 (collectively the two Civil Actions are referred to as the “Proceedings”), individually and on behalf of M/Vs SANTA ROBERTA, SEASPAN HAMBURG, VIENNA EXPRESS, and SOFIA EXPRESS, and Defendant/Third-Party Defendant O.W. Bunker & Trading A/S (together with

Plaintiff, the "Parties"), one of the named defendants and/or third-party defendants in the Proceedings, hereby stipulate as follows pursuant to, *inter alia*, Federal Rule of Civil Procedure 41:

(1) O.W. Bunker & Trading A/S hereby disclaims any interest in the funds or security at issue in the Proceedings and confirms that it has no claim and will not pursue any claim in these proceedings or otherwise against Hapag, any of the M/Vs SANTA ROBERTA, SEASPAN HAMBURG, VIENNA EXPRESS, and SOFIA EXPRESS, or the security deposited in these Proceedings, arising out of or relating to the bunkers delivered to these vessels as described in the complaints and third-party complaint herein (the "Bunker Deliveries").

(2) All claims and causes of action asserted, or that could have been asserted, by Hapag against O.W. Bunker & Trading A/S or by O.W. Bunker & Trading A/S against Hapag or the above-described vessels arising out of or relating to the Bunker Deliveries are hereby dismissed with prejudice; and O.W. Bunker & Trading A/S is hereby dismissed from the Proceedings with prejudice.

(3) It is understood and agreed that nothing contained in this stipulation shall be construed so as in any way to prejudice or otherwise adversely affect either of the following:

- (a) The rights of any affiliates of O.W. Bunker & Trading A/S, including but not limited to O.W. Bunker Germany GmbH, or of ING Bank N.V. or its predecessors, successors or assigns, as Security Agent and/or assignee in respect of the receivables that are the subject of this proceeding, or
- (b) Any defenses that Hapag or the subject vessels may have to any claims asserted by or on behalf of the entities described in paragraph 3(a), including any defenses based on the conduct or actions of O.W. Bunker & Trading A/S, with the understanding that such defenses are preserved even though Hapag will not seek to name O.W. Bunker & Trading A/S a party to any proceedings in which those claims are pursued.

(4) O.W. Bunker & Trading A/S further states that all claims and causes of action that could have been asserted by O.W. Bunker & Trading A/S in respect of the fuel delivery or deposited security may be asserted by ING Bank N.V., as assignee (in its capacity as Security Agent) of all of O.W. Bunker & Trading A/S's rights to payment arising from the fuel delivery.

Dated: February 4, 2016

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This Stipulation and Order shall replace and supersede the prior versions entered: in 14-CV-9949, at docket entry 163, and in 15-CV-6718, at docket entry 127.

SO ORDERED.



HON. VALERIE CAPRONI
UNITED STATES DISTRICT JUDGE

Date: 2/11/2016

CERTIFICATE OF SERVICE

The undersigned counsel hereby certifies that, on February 10, 2016, a true and correct copy of the captioned document was served via e-mail upon the following counsel:

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/s/ Gina M. Venezia

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